


MEMORANDUM

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ATTORNEY GENERALS OFFICE
HELENA, MONTANA

To: Hon. Timothy C. Fox
Attorney General of the State of Montana

From: E. Edwin Eck, Karen B. Fagg, and James C. Soft 
Members of Search and Screening Committee, Montana Healthcare Foundation

Re: Nomination of Operating Trustee Applicants and Summary of Search and Screening
Committee Activities, Montana Healthcare Foundation

Date: November 27, 2013

Nominations

We nominate the following seven individuals who we believe, individually and as a group, satisfy the requirements of MCA § 50-4-720.

Paul R. Cook, MD, MHA, Red Lodge. Dr. Cook is the Director of the Center for Interdisciplinary Education at Montana State University Billings. As such, he has the primary responsibility for establishing an on-campus component for a Master's Degree program in Health Administration. Prior to being named Director, Dr. Cook served for five years as President and CEO of Rocky Mountain Health Network, which is associated with Saint Vincent Healthcare. He was responsible for the leadership, strategic direction, and oversight of a 600-member provider-hospital organization in Montana and Wyoming. Dr. Cook has also held leadership positions with Brigham and Women's Physician Organization (Boston), Indiana University School of Medicine (Indianapolis), and the University of Missouri Health Systems (Columbia). Dr. Cook is an officer and board member of Billings Wellbeing Institute, a board member of the Montana BioScience Alliance, the Montana Health Forum, and the Global Health Equity Foundation. Dr. Cook's civic leadership includes service on the boards of directors of the Rimrock Opera Company, the Billings Symphony Orchestra and Chorale, and the Alberta Bair Theater.

Michael V. Harrington, JD, Missoula. Professor Harrington is an associate professor of management at the University of Montana School of Business Administration, which he joined in 2003. He served as Associate Dean of that school for ten years. Professor Harrington is a member of the Montana Society of CPAs, the State Bar of Montana, and the Washington State Bar Association (inactive). He practiced law in the Bellevue, Washington office of Davis Wright Tremaine, an international law firm, and he held various legal and business positions in Butte with The Montana Power Company and later with Touch America, Inc. For approximately nine years, Professor Harrington has been a member of the Board of Directors of First Security Bank of Missoula. He has chaired that Board's Audit Committee for approximately eight years. Professor Harrington is a member and past chair of the Ambassadors, a subcommittee of the Missoula Area Chamber of Commerce, and he is a past member of the Missoula Advisory Board of Anderson ZurMuehlen & Co.

Judith D. LaPan, MS, MBA, Sidney. Ms. LaPan has been the administrator of the Richland County Health Department since 1997. The chair of the Richland County Commissioners applauds her successful efforts assessing the county's health needs and developing programs to meet those needs. When she

started in 1997, Ms. LaPan administered an annual budget of \$100,000. She now manages \$1 million annually. Although currently Ms. LaPan also serves as Richland County Health Officer, Ms. LaPan is willing to resign from that office upon appointment as a trustee of the Montana Healthcare Foundation. Ms. LaPan was one of the founding members of the Montana Association of Public Health Officials and served as its first president. As such, she helped hire the Association's first executive director and helped establish the financial system for the organization. Also, Ms. LaPan was a member of the Montana Public Health Improvement Task Force from 2001 to 2011, and served as its chair for more than seven years. Further, Ms. LaPan led Richland County in the community building process that resulted in the development of the Richland County Quality of Life Strategic Plan and the County's associated Steering Committee. She is a member of the governing/advisory boards of the Montana Health Eastern Area Authority, the State Emergency Response Committee, the Seventh Judicial District Adult Treatment Court, the Accreditation and Quality Improvement Committee, and the Richland County Strategic Plan Steering Committee.

Joanne M. Pieper, Belgrade. Ms. Pieper retired as Senior Vice President of New York Life Insurance Company. She served in the Company's New York City home office where she held a variety of positions during her 28-year career. As Senior Vice President, Ms. Pieper was the head of a Center which designed, marketed, and administered group insurance programs for medical, life, and disability insurance. Throughout her career, she regularly worked closely with doctors, actuaries, and corporate investment staff involved in managing many aspects of group insurance markets. While in New York City, the New York YWCA named her as a "Woman Achiever of the Year" in 1993. After retiring, she relocated to Montana where she has been a leader in civic and philanthropic activities for the past 17 years. She served as President of the Board of Trustees of the Museum of the Rockies. While a member of that board, she served as chair of the Development and Strategic Planning committees and also served on the Finance Committee. She is currently a member of the Museum of the Rockies National Advisory Board. Ms. Pieper was a participant in Governor Martz's task force that studied the problem of uninsured Montana citizens. She served a term as a member of the Editorial Board of the *Bozeman Daily Chronicle*. Further, Ms. Pieper served on the Board of the Heart of the Valley Humane Society and was part of a small working group that negotiated the merger between the former Humane Society of the Gallatin Valley and the Heart of the Valley Animal Center. Ms. Pieper is currently a member of the Haven Women's Shelter capital campaign committee, as well as the Gallatin Valley Land Trust events committee.

Denis J. Prager, PhD, Clyde Park. Dr. Prager has been the principal of Strategic Consulting Services since 1994. As such, Dr. Prager has advised many of the foundations formed from the conversion of non-profit health plans to for-profit entities. He provided consulting services to the California Endowment, the California Wellness Foundation, the Archstone Foundation, the Healthcare Georgia Foundation, and the Ralph M. Parsons Foundation. Prior to relocating to Montana, Dr. Prager was with the John D. and Catherine T. MacArthur Foundation, first as Deputy Director, then as Director of the Foundation's Health Program. Also, Dr. Prager has served as Assistant Director of the White House Office of Science and Technology Policy, a U.S. Public Health Service Fellow at Stanford University, and in various capacities with the National Institutes of Health. His publications include *Organizing Foundations for Maximum Impact: A guide to Effective Philanthropy*, *Health Research Philanthropy in a Time of Plenty: A Strategic Agenda*, and *Promoting and Sustaining the Health of the Mind*. Since relocating to Montana 9 years ago, Dr. Prager has served (or is serving) as a member of the Board of Directors of Livingston Healthcare, the Park County Community Foundation, the Big Sky Institute for the Advancement of Nonprofits, and the Bozeman Symphony. He currently serves as President of the Bozeman Symphony Board.

William P. Underriner, Billings. Mr. Underriner is the owner of Underriner Motors of Billings. He has been the owner since 2001. His business expertise has been recognized by his peers. He has served as President and Chairman of the Montana Automobile Dealers Association. He has also served as Treasurer, Vice Chairman, and Chairman of the National Automobile Dealers Association (NADA). During his 3-years of service as Treasurer of NADA, he oversaw a \$130,000,000 investment portfolio, which resulted in higher returns and acceptable risk levels. Mr. Underriner's financial expertise was recognized by his appointment as a Board member of the Federal Reserve Bank of Minneapolis, Helena Branch, and his selection as Chairman of the Board. As his resume reveals, Mr. Underriner's civic leadership includes service as chairman of the Saint Vincent Hospital Foundation Board, board member of the American Cancer Society Western United States, chairman of the Board of Directors of the Billings Chamber of Commerce, President of United Way of Yellowstone County, and service with numerous other philanthropic organizations.

Mignon R. Waterman, Helena. Ms. Waterman has devoted herself to public service with a strong emphasis on public health and, particularly, mental health. She served as a Montana State Senator for twelve years. While in the Senate, she was a member of the Public Health, Welfare and Safety Subcommittee and the Mental Health Subcommittee of the Senate Finance and Claims Committee. She chaired the Children, Families, Health and Human Services Interim Committee. Outside the Senate, Ms. Waterman has devoted herself to assisting those with mental health needs. She was a founding member of the Helena Local Advisory Council on Mental Health and served on that Council for eleven years. She was a member of the Mental Health Oversight Advisory Council for four years. She was also a member of the Helena Mental Health Crisis Response Partnership Steering Committee and worked to develop a mental health crisis system for Lewis & Clark and surrounding counties. Her service has been recognized with numerous awards. Additionally, Ms. Waterman was Secretary-Treasury of St. Peter's Hospital Board of Directors and was a member of St. Peter's Hospital Foundation Board of Directors. Ms. Waterman's other public service includes Chair of the Helena School District No. 1 Board of Trustees, President of the Montana School Boards Association, and member of the Montana Chamber of Commerce Board of Directors.

Resumes for the nominees are attached as Exhibit A.

None of the above nominees are officers, directors, or staff members of Blue Cross Blue Shield Montana or of Health Care Service Corporation. None of them benefited directly or indirectly from the transaction between Blue Cross Blue Shield Montana and the Health Care Service Corporation. Only one of the nominees serves as a public official. Ms. Judith D. LaPan currently serves as Richland County Health Officer. She is willing to resign from that upon appointment as a trustee of the Montana Healthcare Foundation. All of the nominees have expressed an interest in improving the quality, availability, and awareness of healthcare programs and services as indicated during the Committee's interviews and reference checks. All of the nominees reside in Montana. As noted, all of the nominees satisfy the remaining requirements of MCA § 50-4-720 and the *Selection Criteria* established by the Search and Screening Committee.

Summary of Search and Screening Committee Activities

Search Activities. The Committee developed Selection Criteria based upon the statutory requirements of MCA § 50-4-720 and additional criteria the Committee concluded were relevant. See Exhibit B. Additionally, the Committee developed an Application Form. See Exhibit C. Both were placed on the Foundation's website, <http://www.montanahealthcarefoundation.org>. The content of the website is

attached as Exhibit D. In addition to the Selection Criteria and the Application Form, the website referred to some common questions about being a trustee of the Foundation. See Exhibit E.

On July 16, 2013, the Interim Trustee issued a press release entitled "Montana Healthcare Foundation Seeks Trustees." See Exhibit F. The press release was emailed to 26 contacts associated with TV stations, 32 with radio stations, 19 with daily newspapers, 71 with weekly newspapers, 26 with tribal and tribal country media contacts, and 11 with the Capitol press. In total, emails were sent to 185 media contacts. On July 18, the Interim Trustee sent the press release to the Governor's office, the State Superintendent of Public Instruction, the office of the State Auditor, the Secretary of State, and approximately 25 Legislators, many of whom were associated with health-related committees. Government officials were asked to forward the press release to people who may have an interest in serving as trustee. Other efforts were made to distribute the press release through a number of organizations, including the Montana Nonprofit Association, the Montana Ambassadors, and the Montana Chamber of Commerce.

On July 26, the Interim Trustee sent an Opinion-Editorial article entitled "A Call to Serve: the Montana Healthcare Foundation" to contacts with eleven daily papers. See Exhibit G.

On August 6, the Interim Trustee sent another press release to the same 185 media contacts who received the July 16 press release. The press release was entitled "Deadlines Approaching for Applications to Montana Healthcare Foundation Board." See Exhibit H.

Throughout July and August, Committee members made individual phone calls and sent emails to potential applicants and encouraged applications. Also, committee members responded to questions from potential applicants. As a result, the Committee received exactly 100 completed applications. Committee members were pleased that they received applications from so many extremely qualified candidates.

Screening Activities. Each committee member reviewed all of the applications. In September, the Committee met in Bozeman to discuss the applicants and to consider interviewing candidates. As the result of this meeting and numerous conference calls, the Committee scheduled 30-minute interviews with 32 applicants in Bozeman, Billings, Helena, Missoula, and Butte. Subsequently, Committee members conducted reference checks and made other inquiries concerning one-third of the interviewed candidates. The Committee also conducted background checks of the public records on the Attorney General's website and contracted with Victig, a background screening firm, to conduct a nation-wide search.

EXHIBIT A

PAUL R. COOK, MD, MHA, CPE, SCLA



EDUCATION

1976	BSci	University of Oklahoma, Norman, Oklahoma Zoology (Pre-med) with General Honors in the Arts and Sciences; Phi Beta Kappa
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POST GRADUATE MEDICAL EDUCATION

1980	MD	University of Oklahoma College of Medicine Oklahoma City, Oklahoma
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POST DOCTORAL TRAINING

1980-1981		University of Oklahoma-State of Oklahoma Teaching Hospitals Type: General Surgery Associate Residency
1981-1985		University of Missouri – Columbia, Missouri Type: Otolaryngology – Head & Neck Surgery Residency Chief Resident: January 1984 – June 1985
1985-1988		Fellowship Certification Process in Otolaryngic Allergy
1995-1996	MHA	University of Missouri – Columbia Masters Degree in Health Services Management (MHA) Executive Program in Health Services Management Two-year curriculum including summer research and thesis

EXPERIENCE

2013- present		Montana State University Billings College of Allied Health Professions Director, Center for Interdisciplinary Education
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Duties are to develop the Center for Interdisciplinary Education, establish an on-campus component for the Master's Degree in Health Administration, develop a faculty practice

plan and consulting group with the College, and provide instruction in the MHA curriculum.

2008 – 2013

Rocky Mountain Health Network, Inc.
Saint Vincent Healthcare
Billings, Montana
President and CEO

Responsible for the executive leadership, strategic direction, financial health and oversight for a 600-member provider-hospital organization in Montana and Wyoming. The PHO provided advanced medical and business management services for its members, which included over 300 physicians, over 280 of all other allied health professionals, seven hospitals, including St. Vincent Healthcare which is one of two tertiary care health systems in the state of Montana, surgery centers, home health, and other organizations. Provided advocacy and principal interactions with health plans, state and federal legislators, and various health interests across the state and region. Launched clinical integration and system formation initiatives in conjunction with SCLHS programs for Accountable Health Network formation, and in conjunction with HealthShare Montana. Administrative Budget was \$8M.

- faced with a \$1M shortfall upon assuming the position, engineered a \$2.2 M improvement by increasing revenue, decreasing expenses, and making better use of resources.
- Guided the RMHN Board through its first strategic planning process, with subsequent yearly updates, and biennial revisions.
- Founding member of the Advisory Council for the creation of the Montana State Patient Centered Medical Home initiative through the Office of the Commissioner of Securities and Insurance
- Founding officer of the Billings Wellbeing Institute
- Instrumental in physician alignment processes

2007

Brigham and Women's Physician Organization (BWPO)
Brigham and Women's Hospitals (BWH)
Partners Health Care, Inc.
Boston, Massachusetts
President and CEO

Responsible for the executive leadership and operations of the faculty practice plan for the more than 1000 employed Harvard faculty physicians for the Brigham and Women's and Faulkner Hospitals. The BWPO provided standard medical and business management services for the departments and physicians while providing customized decision support and IDX billing platform to maximize the efficiency of the revenue cycle. Collections were approximately \$400M on base billings of approximately \$950M. Represented the physicians to the hospitals and to the leadership of Partners Health Care,

and well as being part of the senior leadership teams of the Brigham Hospitals and Partners. The BWPO budget was \$1B.

- Collaborated with the senior leadership at the Brigham to revise the strategic and operational plans for the BWH family. Lead the revision of the strategic and tactical plans for the BWPO and gained the acceptance of the plans by the hospital and BWPO leadership.
- Worked with hospital management to plan and execute the building of a new state-of-the-art cardiovascular center (\$400M) and a new ambulatory facility at Patriot Place (\$160M).
- Reorganized the compliance program for the BWPO and BWH based upon internal audit findings and input from consultants.
- Resolved long-standing contracting dispute and negotiated equitable settlements among Partners-aligned physician groups.
- Reorganized standing committees to improve function and group buy-in.

2003 to 2007

Indiana University School of Medicine
Indianapolis, Indiana
Executive Associate Dean for Clinical Affairs
President and CEO, IU Medical Group – Specialty Care
Professor of Otolaryngology – Head & Neck Surgery

Responsible for the clinical enterprise for the IU Medical School and the interaction with external stakeholders. Managed the faculty practice plan (IU Medical Group) of the School Medicine and had school-wide responsibility for all faculty venues of clinical practice at 161 locations across the state. The practice plan provided advanced MSO functions which supported the welfare of the physicians and the clinical, educational and research missions of the School. Coordinated the development and execution of an overall vision, strategic business plans, and the policies for the practice, framed to facilitate patient access, promote clinical excellence, and enhance revenues. Budget was over \$2B.

- Improvement of contracting processes and rates, and the standardization of the revenue cycle processes and practices have yielded a growth in collections from \$200M to \$400M, and a reduction of the DAR from 120 to 50 days (group aggregate).
- Improved patient and physician satisfaction

Acted as the principal liaison for the faculty practice with respect to clinical marketing initiatives and business development. Supervised the activities of the Executive Director/COO and the senior management team including Information Management, Decision Support, and Business Intelligence; Marketing and Business Development; Finance; Human Resource Management; Contracting and Revenue Cycle Management; Quality and Patient Safety; Medical Management; and Physician Relations.

- Standardized business and revenue cycle processes using best-practice models
- Implemented short, medium and long term strategic budgeting

Served as the Dean's principal liaison with the administrations of hospitals and health systems in which the faculty practiced, and represented the practices and the School of Medicine as a health system executive leader. Provided leadership at multiple levels within the School and with numerous external stakeholders which included Indiana University; local, state and federal governments; and payers.

1999 to 2003

University of Missouri Health System
University of Missouri School of Medicine
Columbia, Missouri
Chairman, University Physicians

Functioned as the chief physician executive, the elected leader of the clinical faculty, and directed the Executive and Management Committees of the faculty practice plan. These committees were the governing bodies for the practice plan for clinical faculty for the School of Medicine which numbered 350 physicians. The Chair was the principal liaison and ambassador for the clinicians to a number of internal and external groups. Leading by example, developed consensus among diverse interests in order to create the vision to transform the group and develop new policies and procedures designed to enhance the efficiency of the group. Budget was \$500M.

- Instrumental in developing collaboration among disparate groups within the health system in order to promote the interests of the physicians including maximizing the efficiency of the revenue cycle.
- A 20-point Action Plan lead to the improvement of the gross collection rate from 37% to 50% over three years, the improvement of cash collections of 30% (\$58M to \$72M).
- Reorganization of dysfunctional board into a true, group-minded decision making body.
- Improved board communication, participation, and education
- Reorganized patient accounts; revenue cycle process reengineering into self-directed work teams.
- Implemented charge at time of service
- Reduced DAR from 126 to 61 days with significant write-offs

Dr. Cook has had over 100 publications in peer-reviewed books and journals, and well as contributions to other periodicals and newsletters. Dr. Cook has also authored and contributed to several position papers.

This abbreviated resume highlights Dr. Cook's executive management experience in not-for-profit organizations since the mid-1990's.

EMPLOYMENT and EXPERIENCE

THE UNIVERSITY OF MONTANA SCHOOL OF BUSINESS ADMIN., July 2003 – Present
Missoula, MT

Associate Dean and Associate Professor of Management (July 1, 2003 – June 30, 2013; tenured and promoted effective academic year 2010 – 2011)

Presently on administrative sabbatical assignment through December 2013

CB 1, INC., d/b/a CBM COLLECTIONS, July 2010 – October 2010 and March 2013 – Present
Missoula, MT

Interim Legal Counsel

TOUCH AMERICA, INC., June 2002 – February 2003

Butte, MT

Assistant General Counsel

TOUCH AMERICA, INC., May 2001 – May 2002

Butte, MT

Senior Counsel

THE UNIVERSITY OF MONTANA SCHOOL OF LAW, Fall Semester 2000

Missoula, MT

Adjunct Professor, Public Regulation of Business: Securities

THE MONTANA POWER COMPANY, October 1992 – May 2001

Butte, MT

Financial Reporting Director, Commodity Risk Executive Director, Senior Counsel, Staff Attorney

DAVIS WRIGHT TREMAINE, September 1990 – September 1992

Bellevue, WA

Associate Attorney

EDUCATION

LEGAL

- The University of Montana School of Law
Juris Doctorate Degree, 1990
GPA: 3.68, Class Rank: 5/75

UNDERGRADUATE

- The University of Montana
B.S. Degree in Business Administration, 1986, with emphases in Accounting and Finance and a minor in Economics
GPA: 3.87, Class Rank: 8/174

HONORS and AWARDS

PROFESSIONAL

- Recipient of The University of Montana's "Tom Boone Town and Gown" Award, 2010 (recognizing a faculty member who fosters "a deeper understanding between the University and Missoula")

Michael V. Harrington

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- "Outstanding Master's of Accountancy Faculty Member," Spring 2011 and Spring 2009 (as selected by Master's of Accountancy students)
- Recipient of Perkins' "Professor of the Week" Award: September 2012, September 2011, November 2010, September 2009, September 2007, September 2006, and November 2004 (for contributing to the education of student athletes)
- Keynote Presentation – Beta Alpha Psi Initiation and Recognition Banquet, February 2004
- Co-Recipient of Eastside Mental Health's Distinguished Service Award, Spring 1992 (for tax and general corporate assistance to a non-profit organization)

SCHOLASTIC

Law

- Graduated with *High Honors* (1990)
- Editor and Business Manager of *Montana Law Review*
- *American Jurisprudence Award* (High "A") – Civil Procedure II, Criminal Law, Partnership Tax
- Mulroney Scholarship and Ingersoll-Rand Scholarship recipient

Undergraduate

- Graduated with *High Honors* (1986)
- Sat for November 1986 CPA Examination and passed all parts on first sitting
- University of Montana Dean's List and Honor Roll – fall, winter, and spring quarters of academic years 1982, 1983, 1984, and 1985; summer quarter 1985; and fall quarter 1986
- UM Honor Scholarship recipient for academic years 1982, 1983, 1984, and 1985
- Elks Club "Most Valuable Student" Scholarship recipient for academic years 1982 and 1983
- Galusha, Higgins & Galusha Business School Scholarship recipient for academic year 1985
- Treacy Co. Scholarship recipient for academic years 1982, 1983, 1984, and 1985
- American Legion Scholarship recipient for academic year 1982

PROFESSIONAL MEMBERSHIPS

- Member of Board of Directors of First Security Bank of Missoula (since January 2005)
- Chair, Audit Committee of Board of Directors of First Security Bank of Missoula (since first quarter 2006)
- Member of Missoula Advisory Board of Anderson ZurMuehlen & Co., P.C. (2006 – 2008)
- Member of Washington State Bar Association (1990 – inactive since February 2003) and Montana State Bar Association (1991)
- Member of Montana Society of CPAs
- Member of Missoula Area Chamber of Commerce Ambassadors (since 2004)

SELECTED PUBLICATIONS

- Furniss, J.; Morton, J.; Harrington, M.; and Miller, D., "Damages Awards and U.S. Businesses: Do Campbell and Exxon Spell Relief?" *Journal of Business and Behavioral Sciences* (Vol. 23, No. 1, 2011).
- Furniss, J., and Harrington, M., *Current Issues in Business* (Cognella, 2011).
- Furniss, J., and Harrington, M., "Long Term Care Insurance – Could Montana's New Partnership Plan Have Helped the Smiths?" *Montana Business Quarterly* (Vol. 47, No. 2, Summer 2009), pp. 10-15.
- Carr, C.; Furniss, J.; Harrington, M.; and Morton, J., *The Legal Environment of Business* (Abbott Publishing, Second Ed. 2003).

JUDITH D. LaPAN

RELATED SKILLS

- Managed revenues of \$4,000,000 annually.
- Grant writing skills resulting in the increase of revenue to RCHD of over \$600,000 annually.
- Promoted community involvement in public health to enhance public relations.
- Developed, implemented and promoted community coalitions to increase collaboration between local organizations and agencies.
- Policy development for department functions including emergency response.
- Implemented the use of core public health competencies in both the management and evaluation of the department staff and programs.
- Implemented the concept of continuous quality improvement through the development of community –wide and department strategic plans.

PROFESSIONAL EXPERIENCE

RICHLAND COUNTY HEALTH DEPARTMENT – Sidney, MT

Administrator, December 1997 – 2012

Health Officer, January 2013 - present

HEALTH CARE CONSULTANTS – Salt Lake City, UT

Medicare Consultant, June 1993 – June 1995

Provided Medicare consultation to longtime care facilities and hospitals nationwide.

ARA LIVING CENTERS OF TEXAS

Medicare Consultant, January 1991 – May 1993

Provide consultation to 29 Medicare facilities throughout Texas and Arizona.

WESTERN HILLS HEALTH CARE CENTER – Denver Health Group, Denver, CO

Administrator, May 1989 – November 1990

EDUCATION

University of Colorado, Denver, Colorado
MBA, Graduate School of Business – August 1990

University of North Texas, Center for Studies in Aging, Denton, Texas
MS – May 1983

St. John Fisher College, Rochester, New York
BS, Biology – May 1980

BOARD AND AFFILIATIONS

- Richland County Council on Aging: 1995 to present.
- Montana Public Health Improvement Task Force: 2001 to 2011.
Co-chairman July 2004 – December 2011.
- Founding member and president of the Association of Montana Public Health Officials: 2006 to 2007.
- Member of the Montana Public Health Association: Vice-President-Eastern Region 2000 to 2003.
- Partnership for Promise Coalition co-founder and member: 1998 to present.
- Board Member on District II Alcohol and Drug Program: 2003 to 2012.
- AHEC/ORH Board member, 2000- 2004
- MT Eastern Services Authority Board member, 2011 – present
- Advisory Board member, 7th Judicial Adult Treatment Court, 2010- present
- Committee member, NACCHO, Public Health Accreditation and Quality Improvement.

HONORS, AWARDS

- Who's Who – University of North Texas, April 1982
- "Administrator of the Year" – Colorado Health Care Association, November 1987
- Presidents Award for Distinguished Service – Sidney Kiwanis, 1999
- Marlene Stellmon Award – Montana Public Health Association, 2001

ARTICLES AND PROFESSIONAL PAPERS

"Richland County Board of Health Evaluation, Orientation and Training." Judy LaPan, MS, MBA – Montana Policy Review, A publication of the Local Government Center, Vol. 10, No. 1, Fall 2003.

"Nonusers, Moderate Users and High Users of Health Care Services Among Older Adults." Judith A. Dimon, B.S., Susan B. Eve, Ph.D. – Presented at the 35th Annual Meeting of the Gerontological Society of America.

JOANNE M. PIEPER



- Received BA in History and Political Science from College of Mount Saint Vincent, NY
- Employed by New York Life Insurance Company, NY, NY until retirement and relocation to Montana

Highlights of 28 year career at New York Life Insurance Company

- Variety of Supervisory and Management positions in group insurance administration and accounting.
- Officer and Management Positions including management of divisions involved in accounting; contract drafting and issuance; medical and financial underwriting; and management of contracts and quality with respect to third-party administrators.
- Specialty in the area of large national professional associations such as the American Bar, most major engineering associations, teachers' groups, veterinarians, alumni groups, New York and many other state bar Associations, trial lawyers, and airline pilots. This involved extensive travel and attendance at board meetings of most associations.
- Retired as Senior Vice President and head of a profit center with \$500 million annual premiums for group insurance programs. As profit center head was responsible for all aspects of design, pricing, marketing, and administration of group insurance programs for life, medical, and disability insurance. This involved overseeing administration done both by New York Life directly and by a large network of third-party administrators all over the country. Oversight of third-party administrators involved design and management of quality control and audit programs.
- Throughout entire career worked closely with doctors, actuaries, attorneys, and corporate investment staff that were necessary to manage all aspects of an array of complex and custom designed group life and health insurance programs. All positions involved

constant direct contact with insureds, associations, employer/
policyholders, brokers, insurance departments and other clients.

- Participated in New York Life's very rigorous corporate strategic and business planning processes that involved many departments.
- Special assignments included development and monitoring of privacy policies as the group insurance department privacy officer. Special projects also included, as opportunities arose, negotiations for the acquisition of blocks of business and reserves from other carriers which also involved negotiations with the New York Insurance Department and its rigorous requirements for assumption reinsurance.
- Was designated by the YWCA of New York a Woman Achiever of the Year in 1993.

Community Involvement in Montana

- Editorial Board of the *Bozeman Daily Chronicle* .
- Museum of the Rockies :

President of the Board of Trustees
Executive Committee, Board of Trustees
Chair, Strategic Planning Committee, Board of Trustees
Chair, Development Committee, Board of Trustees
Member, Finance Committee, Board of Trustees
Chair of Wine Classic, four times

- Heart of the Valley Animal Shelter:

Chair, Development Committee
Ad Hoc Committee, Negotiate merger of 2 animal shelters

- Reese Creek Zoning, founding member of a committee.
- Riverside Country Club chair Ad Hoc committees on Organizational Development; Rules and Regulations; and Employee Benefits.
- Family Foundation Ad Hoc group set up the framework and guidelines for a foundation they plan to establish.
- Governor Martz task force to study the problem of the uninsured, participant.

Current Community Involvement

- Museum of the Rockies national Advisory Board, member.
- Haven Women's Shelter, member of capital campaign steering committee.
- Gallatin Valley Land Trust, member of event committee.

Philanthropy... Major Donor

- Museum of the Rockies
- Heart of the Valley Animal Shelter
- Gallatin Valley Land Trust

VITA



DENIS J. PRAGER, PH.D.



PROFESSIONAL EXPERIENCE

- 1994- **STRATEGIC CONSULTING SERVICES**
Principal, consulting practice established to help organizations think, plan, and act more strategically.
- 1983-1994 **JOHN D. AND CATHERINE T. MacARTHUR FOUNDATION**
Director, Health Program (1989-1994): Responsible to the Foundation's President and Board of Directors for the development and oversight of funding programs in mental health and human development and tropical diseases. **Deputy Director, Health Program (1983-1989)**
- 1983 **NATIONAL ACADEMY OF SCIENCES**
Executive Director, Government-University-Industry Research Roundtable: Responsible to the President, National Academy of Sciences, for establishing a new forum to facilitate the resolution of significant issues and problems in the support and conduct of academic research.
- 1978-1983 **WHITE HOUSE OFFICE OF SCIENCE AND TECHNOLOGY POLICY**
Associate Director (1980-1983): Responsible to the President's Science and Technology Advisor for the formulation and implementation of national science and technology policies in: health and biomedical sciences, general life sciences, and biotechnology; food and agriculture research; the scientific bases for health and safety regulations; government-university-industry cooperation; and international technological competitiveness. **Senior staff (1978-1980)**
- 1977 **NATIONAL INSTITUTES OF HEALTH**
Senior Scientist: Conducted program and budget planning for the Director, National Heart, Lung, and Blood Institute.
- 1970-1977 **BATTELLE MEMORIAL INSTITUTE**
Associate Director, Battelle Seminars and Studies Program; Corporate Fellow (1976, 1977): Developed and managed corporate research, education, and conference programs.
Director, Battelle Population Research Program (1970-1976): Developed and managed corporate population research programs.
- 1969-1970 **NATIONAL INSTITUTES OF HEALTH**
Branch Chief: Established and directed new federal funding program for reproductive biology research and fertility control method development.

1965-1968 STANFORD UNIVERSITY

U.S. Public Health Service Fellow: Conducted research on the kinetics of cardiac anaphylaxis; on the toxic and immunologic properties of a streptococcal toxin; and on the electrophysiology of the neuromuscular junction and of isolated cardiac tissues.

1960-1965 NATIONAL INSTITUTES OF HEALTH

Research Engineer: Designed and developed microanalytical instruments for use in basic medical research and clinical chemistry.

EDUCATION

1968 Ph.D. (Physiology): Stanford University

1962 B.E.E. (Electrical Engineering): University of Cincinnati

PROFESSIONAL RECOGNITIONS

National Academy of Sciences

Member, Commission on Physical Sciences, Mathematics, and Resources, National Research Council (1987-1991)

Member, Committee on Project Peer Review in the Agricultural Research Service, National Research Council (1986-87).

Principal Advisor, Government-University-Industry Research Roundtable (1983-86).

Distinguished Alumnus Award: University of Cincinnati College of Engineering (1984).

SELECTED PROFESSIONAL ACTIVITIES

Board of Directors, Park County Community Foundation (Montana; 2008-)

Board of Directors, Big Sky Institute for the Advancement of Nonprofits (Montana; 2008-)

Board of Directors, Student Pugwash, USA; Chair, Governance Committee (2003-2009)

Board of Directors, Health Emotions Research Institute, U. Wisconsin, (1996-2001)

Board of Directors, Wisconsin Public Radio, Madison, Wisconsin (1996-2003)

Technical Advisory Board, Milbank Memorial Fund, New York (1992-1994)

Board of Directors, Grantmakers in Health, Washington (1992-1995)

Regional Selection Panel, Harry S. Truman Scholars (1991)

National Commission on the Presidency and Science Advising, The White Burkett Miller Center of Public Affairs, University of Virginia (1988-1990).

Science Advisory Board, National Center for Toxicological Research, Food and Drug Administration (1987-1991).

Selection Committee, Congressional Science and Engineering Fellows Program, American Association for the Advancement of Science (1982-1992).

Advisor, House Committee on Science and Technology, Study of Federal funding mechanisms used in the support of academic research (1985-1986)

Advisor, State Legislative Council on the Economic Future of Arkansas (1982-1983)

Member (Ex Officio), National Cancer Advisory Board, Department of Health and Human Services (1980-1983)

Member (Ex Officio), National Heart, Lung, and Blood Advisory Council, Department of Health and Human Services (1980-1983)

Member, Competitive Grants Advisory Council, United States Department of Agriculture (1978-1983)

Chairman, Planning Group, National Science Foundation Regional Forums: Seattle, Washington and Dallas, Texas (1976-1977)

Editor, New Products Section, Science (1963-66).

SELECTED PUBLICATIONS

Prager, D.J., Organizing Foundations for Maximum Impact: A Guide to Effective Philanthropy (Monograph), Aspen Institute, November, 2003

Gruman, J. and Prager, D.J., Health Research Philanthropy in a Time of Plenty: A Strategic Agenda, Health Affairs, Vol. 21, No. 5, September/October, 2002

Kahn, R.L. and Prager, D.J., Interdisciplinary Collaborations Are a Scientific and Social Imperative, The Scientist, July 11, 1994.

Prager, D. J., Scientific Accountability (Invited Commentary), Issues in Science and Technology, Winter, 1994

Berkman, Lisa F., et. al., High, Usual and Impaired Functioning in Community-Dwelling Older Men and Women: Findings From the MacArthur Foundation Research Network on Successful Aging, J. Clin. Epidemiol., Vol. 46, No. 10, pp. 1129-1140, 1993

Prager, D. J., Scallet, Leslie J., Promoting and Sustaining the Health of the Mind, Health Affairs, Vol. 11, No. 3, pp. 118-124, Fall, 1992.

Prager, D.J., Role of the National Academies; ASM News, Vol. 52, No. 8, p. 384, 1986.

Prager, D.J., The Transition From Basic Research to Commercial Application; in, America's Competitive Challenge (Monograph), Business-Higher Education Forum, Washington, 1986.

Prager, D.J., American Science in the 80's: The Impact of Institutional Change; American Psychologist, pp. 1056-1059, September, 1984.

Prager, D.J., Institutional Change: Impact on Science and Technology in the 80's; J. Soc. Research Administrators, Vol. XIV, No. 4, pp. 5-10, 1983.

Prager, D.J., Science and Environmental Risk: Policy Issues; in Public Policy, Science, and Environmental Risk (Monograph), The Brookings Institution, Washington, 1983.

Pino, J.A., and Prager, D.J., Science for Agriculture: Critical Issues in Agricultural Research; (Monograph), Rockefeller Foundation, New York, October, 1982.

Prager, D.J., and Omenn, G.S., Federal Support of Food and Agricultural Science: The Quid Pro Quo; In, Federal Funding Philosophies, Policies, and Procedures in the Food and Agricultural Sciences (Monograph), American Association for the Advancement of Science, Washington, January, 1980.

Omenn, G.S., and Prager, D.J., Five-Year Outlook for Science and Technology; in Research in the Age of the Steady State University (Phillips and Shen, Editors), American Association for the Advancement of Science, Washington, 1982.

Prager, D.J., and Omenn, G.S., Research, Innovation, and University-Industry Linkages; Science, Vol. 207, pp. 379-384, January, 1980.

Prager, D.J., Perspectives on Agricultural Research Issues and Priorities; Proceedings of Annual Meeting of the Agricultural Research Institute (Monograph), Washington, October, 1979.

**William P Underriner
President
Underriner Motors**

Native of Illinois

Majored in Business Administration at Western Kentucky University

Married for 30 years to [REDACTED] and have two sons, [REDACTED]

Moved to Billings, Montana in 1984

Experience:

Sclover Buick: 1984-2001, Sales Manager, General Sales Manager, General Manager. During this time I was recognized for the Buick Royal Purple Sales Group Award for five years consecutively. In addition, one of my greatest achievements was managing and over-seeing the opening of our new Honda dealership in 1986. As the General Manager, I put together successful sales, service and parts teams. Many of those employees are still with us today.

Underriner Motors: 2001-Present, President, Owner

Current Board Positions:

National Automobile Dealers Association-Immediate Past Chairman
National Automobile Dealers Association Board of Directors
Montana Automobile Dealers Association Board of Directors
Montana Automobile Dealers Association Insurance Trust
Honda Dealer Advisory Board
Big Sky Alexis de Tocqueville Society of United Way - Charter Member and Chairman
American Cancer Society Western Region Board of Directors

Past Board Positions

National Automobile Dealers Association - 2012 Chairman
National Automobile Dealers Association - Vice Chairman
National Automobile Dealers Association Dealership Operations Chairman
United Way of Yellowstone County - President and Board Member
United Way of Yellowstone County - Campaign Chair
United Way of Yellowstone County - Citizen of the Year
Saint Vincent Hospital Foundation Board - Past Chairman
Yellowstone Art Museum - Board Member
Montana Automobile Dealers Association - President and Chairman
Zoo Montana - Board Member
National Council for the Prevention of Child Abuse - Board Member
R P Alpha Honda Advertising Group - Advisory Board Member
Festival of Trees - Chairman
Boy Scouts of Montana - Cub Master and Prestigious Award of Merit
American Cancer Society Relay for Life - Chairman

Federal Reserve Bank of Minneapolis Helena Branch - Board Member and Chairman
National Automobile Dealers Association Treasurer
College of Technology, Billings Montana – Chairman of the Board
Hyundai National Dealer Council Member
National Automobile Dealers Association Finance Chairman
National Automobile Dealers Association – 2005 Chairman of the Convention in New Orleans
King of Glory Lutheran Church – Chairman and Board Member
American Cancer Society National Stakeholders Board
Billings Chamber of Commerce Board of Directors and Past Chairman

Sponsorships and Community Involvement

United Way Campaign
Rocky Mountain College – Contributor; Mary Underriner, Board Member
Yellowstone Art Museum – Member
Alberta Bair Theatre – Sponsor
School District 2 Drivers Education Program – Contribute 30 cars per year
Billings Symphony Sponsor
American Cancer Society Relay for Life – Major Sponsor
Montana State Billings Wine Fest – Sponsor
Ronald McDonald House – Sponsor
St. Vincent Hospital – Contributor
Billings Chamber of Commerce – Member
Camp Make a Dream; Cancer Camp for kids – Sponsor
St. George National Award – American Cancer Society
Recipient 2009 Philip N. Fortin Humanitarian Award
2009-2010 Billings Gazette Reader's Choice Award Best New Car Dealership
Recipient 2011 Outstanding Philanthropists for the Association of Fundraising Professionals Montana Chapter
Billings Clinic – Contributor

MIGNON REDFIELD WATERMAN

Employment

- 1991-1996 Public Relations Coordinator for Montana Council of Teachers of Mathematics
Systemic Initiative for Montana Mathematics & Science Project
- 1990-2002 Montana State Senator, SD 26
- 1986-1990 Montana Association of Churches, Lobbyist

Committee Membership

- 1990-2002 Senate Finance & Claims Committee
Public Health, Welfare & Safety Subcommittee
Mental Health Subcommittee
Senate Education Committee
Revenue & Taxation Interim Committee
Children, Families, Health & Human Services Interim Committee, Chair
School to Work Advisory Council
- 2000-2004 Mental Health Oversight Advisory Council
- 2001-2004 Children's Mental Health System of Care Committee
- 2004 Served as an ex-officio member of the National Association of Mental Health
Planning and Advisory Councils
- 2001-2004 Member of Helena Mental Health Crisis Response Partnership Steering
Committee, working to develop a mental health crisis system for the tri-county
area.
- 2001-2011 Children's Mental Health System of Care Committee
I was a founding member of the Helena Local Advisory Council on Mental
Health as well as the Helena Kids Management Authority for children's mental
health services.

Leadership

- 1978-1990 Helena School District #1, Board of Trustees. Chair 1983-85
- 1988-1990 Montana School Boards Association, Vice President 1988-89
President, 1989-90
- 1987-1989 PROJECT EXCELLENCE Implementation Committee, revised Montana School
Accreditation Standards, Chair
- 1987-1989 PROJECT EXCELLENCE Services Committee, rewrote library, guidance and
administrative sections of accreditation standards, Chair
- 1986-1991 Montana Teen Institute, leadership, training and drug awareness program for high
school students, Community Coordinator

1996-Present Lewis & Clark County Welfare Task Force, presently chair

Awards

2007 Montana Mental Health Assoc Charles Averill Volunteer of the Year Award
2007 Montana Chapter of National Assoc of Social Workers Public Citizen of the Year
2003 Montana Community Services Bureau Statesmanship Award
2003 Golden Triangle Community Mental Health Center Dignity Award
1999 NAMI Distinguished Legislator Award
1997 President's Award, Montana Association for Rehabilitation
1994 Carroll College Community Appreciation Award
1993 John Ortwein Memorial Award given by Human Services Foundation of Montana
1991 Montana Alliance for the Mentally Ill Public Service Award
1991 Child Advocacy Award from Montana Congress of Parents and Teachers
1989 Friends of Education Award -Mt Assoc of Elementary & Middle School Principals
1987 Marvin Heintz Award for Distinguished Service, Montana School Boards Association

Presentations

1995 "What is Our Role in Developing Public Understanding of Standards?"
National Science Foundation Panel, Washington, DC
1992 "A Legislative Perspective on Financing Safe Drinking Water Act"
American Society of Drinking Water Administrators
1992 "Planning for National Board Certification: Issues, Incentives,
Implementation"
National Education Association Professional Standards Clinic
1991 "Statewide Systemic Initiatives"
National Governors Association

Service

2008-Present Grandstreet Theatre Board of Directors
2008-Present Helena Civic Television Board of Directors
1996-2002 St Peter's Hospital Board of Directors
Secretary-Treasurer
Finance Committee, Chair
1997-2000 Kay McKenna Youth Foundation Board of Directors
1995-2001 Helena YMCA Board of Directors
1993-present Lewis & Clark Human Services Task Force
1997-1999 St Peters Hospital Foundation Board of Directors
1993-1999 Montana Chamber of Commerce Board of Directors
1987-1990 St Paul's United Methodist Church Board of Trustees
St Paul's United Methodist Church Board of Administration, Chair
Flathead United Methodist Church Camp, Trustee
1984-1990 Helena Industries Board of Directors
1986-1987 Public Relations Director for Montana Special Olympics State Games
1982 Leadership Helena, Participant

EXHIBIT B

SELECTION CRITERIA

The successful applicants must have the following qualifications and qualities:

- (1) interest in and concern for the Foundation and its mission of providing financial support to improve the quality, availability, and awareness of healthcare programs and services for Montanans;
- (2) objectivity and impartiality;
- (3) willingness and ability to commit time and thought to the Foundation's affairs;
- (4) commitment to the Foundation as a whole and not to a special interest;
- (5) his or her principal residence within the State of Montana;
- (6) demonstrated ability to work well with others;
- (7) sufficient health to perform the Trustee's duties,
- (8) ability to travel, and
- (9) reputation for:
 - honesty
 - compassion
 - intelligence
 - decisiveness and deliberateness
 - emotional stability and maturity
 - courtesy
 - reasonableness
 - lawful conduct
 - fulfilling financial obligations

The Search and Screening Committee (the "Committee") will also consider the following factors:

- (1) The likelihood that the applicant will face numerous conflicts of interest because of the applicant's current employment with, or association with, a Montana healthcare service provider, an association that represents healthcare service providers, or an association that focuses on healthcare issues.
- (2) The applicant's special knowledge, expertise, and skills in investments and asset management, finance, and/or nonprofit administration.
- (3) The applicant's current and prior business and civic leadership, including philanthropic leadership and community health leadership.

The successful applicant:

- (1) Shall not be an officer, director, or staff member of Blue Cross Blue Shield Montana or of Health Care Service Corporation.
- (2) Cannot benefit directly or indirectly from the transaction involving these two parties.
- (3) May not be a public official, elected or appointed.

The Committee will recommend at least five applicants who, as a group, represent the diversity of Montana.

EXHIBIT C

APPLICATION FOR TRUSTEE OF THE MONTANA HEALTHCARE FOUNDATION

Word formatting is used in this form. Please provide the requested information by using the paragraph numbers, titles, and sequence as they appear in this form. Fully respond to an inquiry in the text of the form without creating attachments. However, you are requested to provide attachments in response to questions 19 and 20. Then, scan the completed form, **three letters of reference, and your resume** and submit electronically in PDF format to MontanaHealthCareFoundation@gmail.com by August 23, 2013.

1. Full Name _____
2. Address of Principal Residence _____
City _____ State _____ ZIP _____
Telephone _____ Email _____
3. Office Address _____
City _____ State _____ ZIP _____
Telephone _____ Email _____
4. Cell Phone _____
5. Date of birth _____
6. Length of residence in Montana _____
7. Name of Current Employer _____
Is your employer a Montana healthcare service provider or an association that represents healthcare service providers or otherwise focuses on healthcare issues? Yes/No
8. Are you a member of a board of directors or a volunteer for a Montana healthcare service provider, an association that represents healthcare service providers, or an association that focuses on healthcare issues? Yes/No

If your answer is "yes," describe the nature of your relationship (member of board or volunteer) and identify the particular Montana healthcare service provider or association.

9. Are you an officer, director, or staff member of Blue Cross Blue Shield Montana or of Health Care Service Corporation? Yes/No
10. Did you, or will you, benefit directly or indirectly from the transaction between Blue Cross Blue Shield Montana and the Health Care Service Corporation? Yes/No
11. Are you a public official, elected or appointed? Yes/No
12. Do you have special knowledge, expertise, and skills in investments and asset management, finance, and/or nonprofit administration? Yes/No

If your answer is "yes," describe your relevant knowledge, expertise, and skills and indicate how and where you acquired these attributes.

13. Describe your current and prior business and civic leadership, including philanthropic leadership and community health leadership.

14. List the names of the organizations of which you currently are a member of their governing boards or advisory boards.

15. Describe your interest in, and concern for, the Foundation's mission of providing financial support to improve the quality, availability, and awareness of healthcare programs and services for Montanans. Indicate the origins of this interest and concern.

16. The Search and Screening Committee anticipates that trustees will be required to devote substantial time during the Foundation's first 12 months as the Foundation becomes operational. Are you willing and able to commit the time necessary? Yes/No

17. Are you willing to commit to serving as a trustee for six years? Yes/No
If your answer is "no," indicate how many years you are willing to serve. _____

18. Do you have a history of mental or physical illness or drug or alcohol addiction? Yes/No
If your answer is "yes," describe the illness or addiction and explain your opinion why the illness or addiction will not affect your ability to perform the duties of Trustee.

19. Attach a copy of your resume.

20. Attach three letters of reference.

21. Provide the Search and Screening Committee with any other information that you think is relevant to your possible service as a Trustee of the Montana Healthcare Foundation.

Applicant's Signature

Dated this ____ day of _____, 2013.

EXHIBIT D

The Montana Healthcare Foundation

montanahealthcarefoundation.org

- [common questions and answers](#)
- [Application Form](#)
- [Selection Criteria](#)
- [Home](#)

The Montana Healthcare Foundation ("the Foundation") welcomes you to its website.

The Foundation is seeking five operating trustees who will constitute the Board of Trustees. This strong, independent Board of Trustees will govern the Foundation.

The purpose of the Foundation is to provide financial support to improve the quality, availability, and awareness of healthcare programs and services for Montanans. See [Declaration of Trust](#). Within this general purpose, the trustees will make determinations of specific programs and services, which could change from time to time depending upon the trustees' judgment of Montanans' healthcare needs. Shortly after being appointed, the trustees will likely develop a focus for the Foundation's initial activities.

If you wish to apply to be one of the five trustees, you should have an interest in, and concern for, providing support to improve the quality, availability, and awareness of healthcare programs and services for Montanans. Applicants are not required to be experts in healthcare. The Declaration of Trust contemplates that the trustees may establish one or more advisory committees to provide advice and recommendations regarding the Foundation's programs. See [Selection Criteria](#) for a list of the selection criteria.

If you wish to nominate someone other than yourself to be a trustee, send a nominating letter, along with the nominee's contact information, to MontanaHealthCareFoundation@gmail.com **NO LATER THAN AUGUST 9, 2013**. The Foundation will contact those nominees and urge them to apply.

If you wish to apply to be one of the trustees, complete the attached [Application Form](#). Scan the completed form, three letters of reference, and your resume and submit electronically in PDF format to MontanaHealthCareFoundation@gmail.com **NO LATER THAN AUGUST 23, 2013**.

At an organizational meeting, the five trustees will be divided into three separate initial terms of office. Two shall serve a term of six years. Two shall serve a term of five years. One shall serve a term of four years. The trustees are entitled to reasonable compensation.

The Trust's Search and Screening Committee will submit a list of at least five nominated trustee applicants to the Attorney General. The Attorney General may appoint some or all of the nominated applicants or may request the names of additional applicants.

If you have any questions, read our [common questions and answers](#). You may also contact the Interim Trustee, E. Edwin Eck by email at MontanaHealthCareFoundation@gmail.com, by U.S. mail at P.O. Box 7042, Missoula, MT 59807, or by telephone, 243-6534.

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- [common questions and answers](#)
- [Application Form](#)
- [Selection Criteria](#)
- [Home](#)

EXHIBIT E

QUESTIONS AND ANSWERS ABOUT BEING A TRUSTEE OF THE MONTANA HEALTHCARE FOUNDATION

Q: What types of programs will the Foundation fund?

A: The Foundation will provide financial support to improve the quality, availability, and awareness of healthcare programs and services for Montanans. Within this general purpose, the five trustees will make determinations of specific programs and services, which could change from time to time, depending upon the trustees' judgment of Montanans' healthcare needs.

Q: Will service as a Trustee be a full-time job?

A: No. Although trustees will have a lot to do, especially during the first year of the Foundation's existence, being a trustee will not be a full-time job.

Probably during the first few months of their service, the trustees will decide upon the Foundation's staffing needs, the location of an office for the Foundation, the investment of trust funds, the possible need for advisory committees and members of such committees, a conflict of interest policy, the creation of a mission statement consistent with the declaration of trust, determination of the types of programs to support during the first year, and the evaluation of grant applications. This could mean that the trustees will meet monthly. However, in subsequent years, the trustees might consider meeting four times annually. It is likely that the trustees will hire one or more full-time staff members to administer the day-to-day activities of the Foundation.

Q: Where will the Trustees meet?

A: The five trustees will determine the locations for their meetings. Because the five trustees will likely reside in various locations across the state, the trustees will probably choose a central location for meetings.

Q: Will the Trustees receive compensation?

A: Yes, the trustees are entitled to reasonable compensation and to the reimbursement of reasonable expenses incurred in the course of conducting services on behalf of the Foundation. Subject to the review of the Attorney General, the five trustees will set that compensation. The five trustees will likely look to compensation paid to trustees of other trusts who have similar responsibilities.

Q: Must I commit to serve as trustee for a full six-year term?

A: No. When applying to serve as trustee, you may indicate a preference for a four-year term, a five-year term, or a six-year term.

Q: I see that a public official cannot be a trustee. How does that apply to me?

A: Montana law provides that public officials, elected or appointed, may not serve as a trustee, officer or staff member of the Foundation. Thus, people who serve in the Legislature, on a City Council, as a member of a resort area district board, as a member of the board of directors of a water and/or sewer district, or in any other elected office may not serve as a Trustee. However, a public official could apply to be trustee and accept an appointment as trustee upon the condition that s/he resigns her/his public office before beginning service as trustee.

The prohibition preventing public officials from serving as trustee does not apply to a state or city employee who is hired in accordance with routine employment practices.

Q: Must I be a resident of Montana to serve as a trustee?

A: Yes, Montana must be your principal residence in order to serve as a trustee. In other words, you must reside in Montana more than 50% of the time. If you are interested in serving as trustee but are currently spending more than 50% of your time in another state, you could not serve as trustee. However, you could apply and indicate that, if selected, you would make Montana your principal residence.

Q: I am a doctor [or serve in some other way providing health care services]. Will my healthcare work disqualify me from serving as a trustee?

A: No. Doctors and other healthcare service providers have special knowledge of healthcare profession and the patients who are served.

However, the Search and Screening Committee will also be looking at the extent of potential conflicts of interest. MCA §50-4-720 requires trustees to be impartial and to have a commitment to the Foundation as a whole and not to a special interest.

In an application to be trustee, a healthcare service provider should address his/her knowledge of healthcare and his/her potential conflicts of interest, and indicate how s/he would address those conflicts in order to be impartial.

Q: I am not a doctor and do not provide any healthcare services as part of another profession. Will I be disqualified from serving as a trustee because I do not provide healthcare services?

A: No. One does not have to be a healthcare service provider to serve as a trustee. The Declaration of Trust contemplates that the trustees may establish one or more advisory committees to provide expertise in technical areas.

On the other hand, trustees must have an interest in and concern for the Foundation and its mission of providing financial support to improve the quality, availability, and awareness of healthcare programs and services for Montanans. The trustees must be objective and impartial. They must put the interest of the Foundation ahead of their own special interests. The trustees must have the willingness and

ability to commit time and thought to the Foundation's affairs. They must have a demonstrated ability to work well with others. At least one of the trustees must have special knowledge, expertise, and skills in investments and asset management, finance, and nonprofit administration. The trustees are likely to have experience as business, professional, or civic leaders. The trustees must have the other characteristics listed on the Selection Criteria.

Q: I see that Karen Fagg, Jim Soft, and Ed Eck are members of the Search and Screening Committee. Is it likely that the Search and Screening Committee will nominate one or more of them to be a trustee?

A: No. The Attorney General and the members of the Search and Screening Committee have agreed that none of them will be nominated to serve as a trustee.

Q: What is the source of the Foundation's funds and what is its current value?

A: The sale of Blue Cross Blue Shield Montana gave rise to the Foundation's funds. On July 31, 2013, \$40.2 million was transferred to the Foundation. The Foundation will receive additional funding upon the subsequent sale of Blue Cross Blue Shield Montana assets. When all of those assets are sold, the value of the Foundation's assets could be in excess of \$140 million.

Q: When do you expect the trustee appointments to be made?

A: It is likely that the Search and Screening Committee will make nominations in late October or in November. The Committee will likely interview some applicants, and with the candidates' consent, contact listed references and other individuals familiar with the applicants. Finalists should be prepared to consent to background checks

EXHIBIT F

FOR IMMEDIATE RELEASE
July 16, 2013

Contact: E. Edwin Eck
406-243-6534
MontanaHealthcareFoundation@gmail.com

Montana Healthcare Foundation Seeks Trustees

The Search and Screening Committee of the Montana Healthcare Foundation seeks applications from interested Montanans who wish to serve as Foundation trustees. Five trustees will be selected to govern the Foundation.

The Foundation will provide financial support to improve the quality, availability, and awareness of healthcare programs and services for Montanans. Within this general purpose, the trustees will make determinations of specific programs and services, which could change from time to time, depending upon the trustees' judgment of Montanans' healthcare needs.

Attorney General Tim Fox designated the Foundation to receive \$40.2 million upon the closing of the sale of Blue Cross Blue Shield Montana to Health Care Service Corporation. The Foundation will receive additional funding upon the subsequent sale of Blue Cross Blue Shield Montana assets.

"Applicants should review the Selection Criteria which are posted on the Foundation's website, www.montanahealthcarefoundation.org," according to E. Edwin Eck who is the Interim Trustee of the Foundation. "Applicants should have an interest in, and concern for, healthcare programs and services for Montanans. Applicants are not required to be experts in medicine or in healthcare. The Declaration of Trust contemplates that the trustees may establish one or more advisory committees to provide advice and recommendations regarding the Foundation's programs," Eck added. Those ineligible to serve as a trustee include anyone who is an officer, director, or staff member of either Blue Cross and

Blue Shield of Montana or Health Care Service Corporation. Public officials, elected or appointed, may not serve on the Foundation board.

Individuals interested in serving as a trustee must complete the application form which can be found on the Foundation's website. Applications and supporting documents must be submitted electronically in PDF format to MontanaHealthCareFoundation@gmail.com **NO LATER THAN August 23, 2013.**

People who wish to nominate someone to be a trustee, should send a nominating letter, along with the nominee's contact information, to MontanaHealthCareFoundation@gmail.com **NO LATER THAN AUGUST 9, 2013.** The Foundation will contact those nominees and urge them to apply.

Karen Fagg of Billings, Jim Soft of Billings, and E. Edwin Eck of Missoula constitute the Foundation's Search and Screening Committee. That Committee will submit a list of at least five trustee applicants to Attorney General Tim Fox this fall. The Attorney General may appoint some or all of the applicants recommended by the Committee or may request names of additional applicants if he feels some do not meet the selection criteria.

Two of the five trustees will serve a term of six years. Two trustees will serve a term of five years. One trustee will serve a term of four years.

If you have any questions, contact the Interim Trustee, E. Edwin Eck by email at MontanaHealthCareFoundation@gmail.com, by U.S. mail at P.O. Box 7042, Missoula, MT 59807, or by telephone, 243-6534.

-END-

EXHIBIT G



Edwin Eck <montanahealthcarefoundation@gmail.com>

Opinion-Editorial Article – Montana Healthcare Foundation1 message

Edwin Eck <montanahealthcarefoundation@gmail.com>

Fri, Jul 26, 2013 at 3:26 PM

To: pbelling@billingsgazette.com

I would appreciate your considering of publishing this following piece. As you can see, I am attempting to encourage people to apply to be trustees of the new MontanaHealthcare Foundation.

Thank you for your consideration.

A Call to Serve: The MontanaHealthcare Foundation

Neighbor helping neighbor is the way we do things here in Montana. Many of us have given of our time and money at silent auction benefits or spaghetti feed fundraisers to help cover medical expenses for families who've been hit hard by a devastating illness or injury. By their nature, most Montanans are compassionate, generous people who care deeply about their communities and the well-being of the people in them.

Now, thanks to the new Montana Healthcare Foundation, there is a greater opportunity to help our neighbors lead healthier lives. This non-profit organization was formed in June, when Attorney General Tim Fox and State Auditor Monica Lindeen approved the sale of Blue Cross Blue Shield of Montana to Health Care Service Corporation. Under state law, Attorney General Fox must ensure that the proceeds from the transaction are directly distributed to a non-profit foundation whose mission is as close as possible to that of Blue Cross and Blue Shield of Montana. Blue Cross's mission was to improve the quality, availability, and awareness of healthcare programs and services for Montanans. Within this general purpose, the foundation's trustees will fund specific programs and services, which could change from time to time, depending upon the trustees' assessment of Montanans' healthcare needs. Healthcare Foundation as a 501(c)(3) charity with an independent board of directors.

One of my first duties as interim trustee for the foundation was to convene a Search and Screening Committee to identify qualified candidates for the foundation's board of trustees. This committee consists of myself, Karen Fagg, and Jim Soft. We welcome applications from interested Montanans who wish to serve as one of the foundation's five trustees.

Applicants should have an interest in and concern for healthcare programs and services for Montanans. They need not be medical or healthcare experts.

Those ineligible to serve as a trustee include anyone who is an officer, director, or staff member of either Blue Cross and Blue Shield of Montana or Health Care Service Corporation. Public officials, elected or appointed, are also ineligible.

The Attorney General's Office will confirm that the nominees meet the requirements set forth in law, as well as any other criteria that the search committee independently determines. If the nominees meet the criteria, they will become board members this fall. When the foundation's board of trustees forms, the search and screening committee's role and responsibilities will end, as will those of the Attorney General's Office.

Two of the five trustees will serve a term of six years. Two trustees will serve a term of five years. One trustee will serve a term of four years. For the first year, I anticipate the time commitment for trustees will be significant. They will have to make decisions on governance, staff, and whether advisory committees should be created, and if so, who should comprise such committees. Trustees will also decide which programs to encourage during the first year or two of operations, communicate a request for proposals, evaluate applications for funds, and manage assets. In subsequent years, the time commitment will be less, as much of the program monitoring is assigned to staff.

Interested individuals must complete the application form found at www.montanahealthcarefoundation.org. Applications and supporting documents must be submitted electronically to MontanaHealthCareFoundation@gmail.com no later than August 23.

People who wish to nominate someone to be a trustee should send a letter of nomination, along with the nominee's contact information, to MontanaHealthCareFoundation@gmail.com no later than August 9. The Foundation will contact those nominees and urge them to apply.

There is much to be done; Montana's healthcare needs are as numerous and diverse as the communities that dot its landscape. There is no shortage of issues that are ripe for support as the Montana Healthcare Foundation and its trustees work to benefit Montanans for many years to come.

...

E. Edwin Eck of Missoula is a former dean of the University of Montana School of Law. He was appointed by Attorney General Tim Fox in June 2013 to serve as Interim Trustee of the Montana Healthcare Foundation. He can be reached at (406) 243-6534.

EXHIBIT H



Edwin Eck< montanahealthcarefoundation@gmail.com>

For Immediate Release – “Deadlines Approaching for Applications to Montana Healthcare Foundation Board”

10 messages

Edwin Eck< montanahealthcarefoundation@gmail.com>

Tue, Aug 6, 2013 at 10:53 AM

Bcc: Joe Zahler <news@kxlo-kbcm.com>, newsdesk@northernbroadcasting.com, billcallahan@clearchannel.com, kgpr@msugf.edu, dan.boyce@umontana.edu, JYamanaka@ypradio.org, jscott@cherrycreekradio.com, mail@magic97.mobi, katradio@katradio.com, kerickson@yellowstonepublicradio.org, newsroom@kblg.com, mail@kbowkop.com, Rich Solberg <rich@bigskyradio.net>, kcgmm@nemontel.net, "John B. Schuyler, Jr." <deadair@kdbm-kbev.com>, gjstiffarm@mail.fbcc.edu, r_bell1969@yahoo.com, kgvnewsroom@townsquaremedia.com, kltz@kltz.com, contact@klyq.com, kmmrfm@mtintouch.net, skipwalters@cherrycreekradio.com, kmsm@mttech.edu, kofi@kofiradio.com, news@nmbi.com, ksen@gapbroadcasting.com, kvck@nemontel.net, newsdesk@kxgn.com, kxtl@kxtl.com, kevin@montanaradio.com, rerickson@northernbroadcasting.comf

The Montana Healthcare Foundation reminds individuals who are interested in serving on its board of trustees that application deadlines are nearing.

“Applicants do not have to be medical or healthcare experts,” said Ed Eck, interim trustee of the Montana Healthcare Foundation. “The search committee is looking for qualified applicants who have a sincere interest in and concern for healthcare programs and services for Montanans.” As of today, nearly 25 Montanans have contacted the foundation for more information about serving as a trustee.

Those who are ineligible to serve as a trustee include anyone who is an officer, director, or staff member of either Blue Cross and Blue Shield of Montana or Health Care Service Corporation. Public officials, elected or appointed, are also ineligible. Five board members will be chosen: Two of the five trustees will serve a term of six years; two trustees will serve a term of five years; and one trustee will serve a term of four years.

People who wish to nominate someone to be a trustee should send a letter of nomination, along with the nominee’s contact information, to MontanaHealthCareFoundation@gmail.com no later than August 9. The Foundation will contact those nominees and urge them to apply.

Interested individuals must complete the application form found at www.montanahealthcarefoundation.org. The website also includes the trustee selection criteria, including those statutorily required and those required by the Search and Screening Committee.

Applications and supporting documents must be submitted electronically to MontanaHealthCareFoundation@gmail.com no later than August 23.

Last week, \$40.2 million was deposited in the Montana Healthcare Foundation’s bank account as a result of the sale of Blue Cross and Blue Shield of Montana. In June, Attorney General Tim Fox and State Auditor Monica Lindeen approved the merger of Blue Cross and Blue Shield of

Montana. Under state law, Attorney General Fox had to ensure that the proceeds from the transaction were directly distributed to a non-profit foundation whose mission is as close as possible to that of Blue Cross and Blue Shield of Montana. The mission of Blue Cross and Blue Shield of Montana was to improve the quality, availability, and awareness of healthcare programs and services for Montanans.

The Attorney General's Office created the Montana Healthcare Foundation as a 501(c)(3) charity with an independent board of directors. The Foundation's search committee consists of Ed Eck of Missoula, Karen Fagg of Billings, and Jim Soft, also of Billings. The Attorney General's Office will confirm that the trustee nominees meet the requirements set forth in law, as well as any other criteria that the search committee independently determines. If the nominees meet the criteria, they will become board members this fall. When the foundation's board of trustees forms, the search committee's role and responsibilities will end, as will those of the Attorney General's Office.

For more information, call (406) 243-6534 or visit: www.montanahealthcarefoundation.org

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Contact: Ed Eck, Interim Trustee - (406) 243-6534 - MontanaHealthCareFoundation@gmail.com

Mail Delivery Subsystem <mailer-daemon@googlemail.com>
To: montanahealthcarefoundation@gmail.com

Tue, Aug 6, 2013 at 10:53 AM

Delivery to the following recipient failed permanently:

gjstiffarm@mail.fbcc.edu

Technical details of permanent failure:
DNS Error: Domain name not found

----- Original message -----

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Tue, 06 Aug 2013 09:53:06 -0700 (PDT)

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From: Edwin Eck <montanahealthcarefoundation@gmail.com>